

ASSIGNMENT

WHEREAS, WE, SCOTT CLARK, ARMEN DJOURIAN, MOUJAN VAHDAT, ASSIGNORS, citizens of the United States, the United States, and Armenia, respectively, residing at 350 5th Avenue, Suite 3916, New York, NY 10118, are the inventors of the invention in **SEARCH ENGINE PROVIDING AN OPTION TO WIN THE ITEM SOUGHT** for which we have executed an application for a Patent of the United States

which is executed on even date herewith or _____

which is identified by Pennie & Edmonds LLP docket no. 10567-0003-999
 which was filed on , Application No.

and WHEREAS, **PICKAPIN.COM**, ASSIGNEE is desirous of obtaining our entire right, title and interest in, to and under the said invention and the said application:

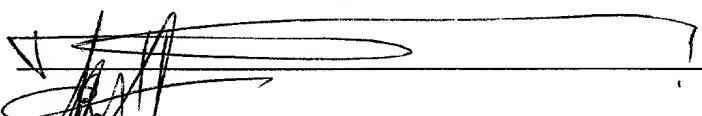
NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to us in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said ASSIGNORS, have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, our entire right, title and interest in, to and under the said invention, and the said United States application and all divisions, renewals and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues and extensions thereof; and all applications for industrial property protection, including, without limitation, all applications for patents, utility models, and designs which may hereafter be filed for said invention in any country or countries foreign to the United States, together with the right to file such applications and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models, inventors' certificates and designs which may be granted for said invention in any country or countries foreign to the United States and all extensions, renewals and reissues thereof;

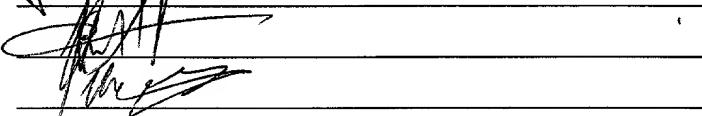
AND WE HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we have full right to convey the entire interest herein assigned, and that we have not executed, and will not execute, any agreement in conflict herewith.

AND WE HEREBY further covenant and agree that we will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to us respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper protection for said invention in all countries.

IN TESTIMONY WHEREOF, We hereunto set our hands and seals the day and year set opposite our respective signatures.

Date 1-10-01, 2001  L.S.

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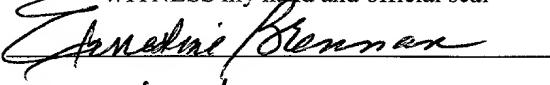
Date 1-10-01, 2001  L.S.

State of New York) SS.:

County of New York)

On January 10, 2001, before me, Ernestine Brennan, Notary Public, personally appeared V. M. Vahdat, W. Clark, personally known to me on the basis of satisfactory evidence to be the person(s) whose name(s) is subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal



State of New York) SS.:

County of New York)

Ernestine Brennan
 Notary Public State of New York
 No. 01-0000002 Qualified in New York County
 Certificate Filed in New York County
 Commission Expires 11/01/2001